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EAGLE NICE (INTERNATIONAL) HOLDINGS LIMITED

鷹美（國際）控股有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 02368)

DISCLOSEABLE TRANSACTION SUBSCRIPTION OF WEALTH MANAGEMENT PRODUCT

The Board is pleased to announce on 3 February 2015, YY (Shantou), a wholly-owned subsidiary of the Company, used internal resources to subscribe for a wealth management product, namely the Seventh Subscription of RMB10 million (HK\$12.5 million) with BOC.

According to the Listing Rules, the Seventh Subscription by itself does not constitute a notifiable transaction of the Company. However, pursuant to Rule 14.22 under the Listing Rules, given that the First Subscription, the Second Subscription and the Seventh Subscription were made within a 12-month period with the same counterparty, BOC and all such subscriptions were still outstanding as at the date of this announcement, each of the outstanding subscription with BOC will be calculated in aggregate and the relevant applicable percentage ratios (defined under the Listing Rules) exceed 5% but are less than 25%. Therefore, all the outstanding subscriptions with BOC constitute a discloseable transaction of the Company for the purposes of the Listing Rules and are subject to the reporting and announcement requirements under the Listing Rules.

* *For identification purposes only*

Reference is made to the First Announcement. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as they are used in the First Announcement.

THE SUBSCRIPTION

On 3 February 2015, YY (Shantou), a wholly-owned subsidiary of the Company, used internal resources to subscribe for a wealth management product, namely the Seventh Subscription of RMB10 million (HK\$12.5 million) with BOC. The aggregate subscription amount outstanding as at the date of this announcement with BOC was RMB41 million (HK\$51.3 million). Principal terms of the Seventh Subscription are set out below:

Seventh Subscription

Subscription date:	3 February 2015
Term of investment:	From 3 February 2015 to 7 April 2015
Investment portfolio:	The principal will mainly be invested in national debt, central bank bill, interbank borrowing, bond repurchase, medium term note, short-term financing bond, ultra short-term financing bond, short-term non-public directional debt financing instruments, and other investment instruments.
Parties:	(i) YY (Shantou), a wholly-owned subsidiary of the Company, as the subscriber (ii) BOC as the issuer BOC is a licensed bank incorporated under the laws of the PRC. To the best knowledge, information and belief of the Directors, BOC and its ultimate beneficial owners are Independent Third Parties. According to public information, the principal businesses of BOC include the provision of corporate banking services to its customers.
Type of product:	Principal-preserved investment product
Type of return:	Return-guaranteed type. BOC has agreed to provide guarantee on the principal and shall pay return YY (Shantou) at the agreed annual investment return rate.
Principal amount:	RMB10,000,000
Agreed annual investment return rate:	4.45%
Return calculation:	Principal amount x agreed annual investment return rate x actual days of investments / 365

INFORMATION ABOUT THE GROUP

The principal activities of the Group are the manufacturing and trading of sportswear and garments.

REASONS AND BENEFITS FOR THE SUBSCRIPTION

As the issuer of the Seventh Subscription guarantees the full repayment of the principal and such subscription offers better returns when compared to the fixed-term deposit interest rates offered by commercial banks in the PRC, the Directors consider that the Seventh Subscription is on normal commercial terms and is fair and reasonable and is in the interest of the Group and the Shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

According to the Listing Rules, the Seventh Subscription by itself does not constitute a notifiable transaction of the Company. However, pursuant to Rule 14.22 under the Listing Rules, given that the First Subscription, the Second Subscription and the Seventh Subscription were made within a 12-month period with the same counterparty, BOC and all such subscriptions were still outstanding as at the date of this announcement, each of the outstanding subscription with BOC will be calculated in aggregate and the relevant applicable percentage ratios (defined under the Listing Rules) exceed 5% but are less than 25%. Therefore, all the outstanding subscriptions with BOC constitute a discloseable transaction of the Company for the purposes of the Listing Rules and are subject to the reporting and announcement requirements under the Listing Rules.

MEASURES OF RISK CONTROL

Giving top priority to risk prevention, the Group implemented stringent control and made prudent decision in respect of the purchase of bank wealth management products on the principle of protecting the interests of all Shareholders and the Group.

DEFINITIONS

Unless the context otherwise requires, the following terms have the following meanings in this announcement:

"First Announcement"	the announcement of the Company dated 21 January 2015 in respect of the subscriptions of the BOC Wealth Management Products and the Fubon Wealth Management Products
"Seventh Subscription"	the subscription by YY (Shantou) at RMB10 million for a wealth management product with BOC in accordance with the Seventh Wealth Management Agreement
"Seventh Wealth Management Agreement"	the wealth management agreement dated 3 February 2015 entered into between YY (Shantou) and BOC in relation to the Seventh Subscription, major terms of which are summarised herein

In this announcement, for illustration purpose only, amounts quoted in RMB have been converted into HK\$ at the rate of RMB1.00 to HK\$1.25. Such exchange rate has been used, where applicable, for illustration purpose only and does not constitute a representation that any amounts were or may have been exchanged at this or any other rates at all..

On Behalf of the Board
Chung Yuk Sing
Executive Director

Hong Kong, 3 February 2015

As at the date of this announcement, the Board comprised four executive Directors, namely, Mr. Chung Yuk Sing, Mr. Chen Hsiao Ying, Mr. Kuo Tai Yu and Ms. Chen Fang Mei, Christina and three independent non-executive Directors, namely, Mr. Chan Cheuk Ho, Mr. Lu Chi Chant and Mr. Cheng Yung Hui, Tony.